

# **EXHIBIT C**

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April 23, 2018

Filed Via ECF

United States District Judge Lorna G. Schofield  
United States District Court  
Southern District of New York  
500 Pearl Street  
New York, New York 10007

**Re: SEC v. Premier Holding Corp., et. al., 17 Civ. 09485 (LGS)**

Your Honor:

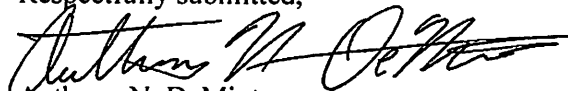
I represent Defendants Premier Holding Corporation and Randall Letcavage in this action. This letter is in response to the SEC's letter dated April 18, 2018.

Defendants initial Rule 26 witness disclosures, although unintentionally served late, contained almost identical witnesses as those set forth in the SEC's disclosures. We do not believe the lateness of such disclosures will prejudice the SEC's opposition to Defendants Motion to Dismiss.

Further, while Defendants continue to diligently gather documents relevant to the SEC's discovery requests, we have encountered a number of stumbling blocks in locating and sorting through what documents were produced during the SEC's investigation, which was handled by other counsel. In discussing this difficulty with the SEC on Friday, April 20, 2018, the Staff has agreed to produce to us a copy of what prior counsel produced to the SEC. This should expedite our ability to provide a more complete discovery response.

In closing, should the Court deny Defendants Motion to Dismiss on Wednesday, April 25, 2018, we do not oppose discussing these minor discovery issues with Your Honor.

Respectfully submitted,



Anthony N. DeMint

cc: All parties (via email)

**From:** Fischer, Howard  
**To:** Anthony DeMint (anthony@demintl.com)  
**Cc:** Ellenbogen, Bennett  
**Subject:** Discovery  
**Date:** Monday, April 30, 2018 8:52:00 AM

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Anthony:

We write on two matters. The first is with respect to the status letter that the parties owe to the Court, pursuant to the Court's Initial Scheduling Order [Docket Entry 28]. Given the pendency of the oral argument on Tuesday, and the fact that the parties have already apprised the Court of various open items, I'm not sure a status letter is needed. However, we are happy to draft something for the Court advising that there is a pending argument, and that the parties have already advised the Court as to open discovery items.

Which leads to the next point, which is open discovery. We would propose the following. If the Court denies the pending motion and keeps the case, and provides the parties with additional time, that we would produce (this time with bates-stamps) Premier's prior productions to the SEC. This way you can determine what additional materials need to be produced. As the various productions were haphazard and incomplete, we would expect that additional, responsive materials also exist. Again, whether or not we can do this depends on what the Court decides to do with existing discovery deadlines.

With respect to your discovery requests, our responses are due on April 30. We would ask for an additional four days, so we can see what the Court does on the pending motion. However, I can tell you in advance what our plan is. We anticipate essentially giving you everything that was produced in the Premier Holding Corp., NY-8994 investigation. We would also provide you with testimony under oath in that matter.

We do not plan to produce materials relating to any other investigation into Anton & Chia to the extent they relate to other issuers. Nor would we produce materials relating any other investigations. We also do not plan to produce internal documents or memoranda, any materials subject to attorney-client, work product, or other privilege.

We remain happy to discuss any of the above, depending on what the Court decides on Tuesday.

Regards,

Howard

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